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**UNITED STATES DISTRICT COURT**  
**NORTHERN DISTRICT OF CALIFORNIA**

**SAN FRANCISCO DIVISION**

RICHARD KADREY, *et al.*,

Case No. 3:23-cv-03417-VC-TSH

Individual and Representative Plaintiffs,

**DECLARATION OF MICHELLE WOODHOUSE  
IN SUPPORT OF DEFENDANT META  
PLATFORM INC.'S MOTION TO SEAL RE:  
ORDER OF JANUARY 9, 2025 [DKT. 383]**

v.

META PLATFORMS, INC., a Delaware  
corporation,

Defendant.

1 I, Michelle Woodhouse, hereby declare:

2 1. I am an Associate General Counsel for Defendant, Meta Platforms, Inc. (“Meta”). I  
3 provide this Declaration based on my personal knowledge and/or after a reasonable investigation  
4 of the relevant facts. If called to testify as a witness, I could and would testify competently thereto.

5 2. I make this Declaration in support of Meta’s Motion to Seal re: Order of January 9,  
6 2025 [Dkt. 383] (“Sealing Motion”). In consideration and in accordance with the Court’s guidance,  
7 Meta requests the Court’s permission to file under seal narrowly tailored portions of certain  
8 documents, which were originally filed provisionally under seal in connection with the sealing  
9 motions at Dkts. 311, 320, 322, 338, 358, 362. These documents are set forth in the table below,  
10 alongside the relief requested for each:

Document	Sealing Request
<b>Woodhouse Ex. 1</b> – Attachment A to Plaintiffs’ Supplemental Brief re: Privilege Joint Letter Brief (Dkt. 319-1)	Redacted highlighted portions
<b>Woodhouse Ex. 2</b> – Joint Discovery Letter Brief re: Search Terms (Dkt. 321)	Redacted highlighted portions
<b>Woodhouse Ex. 3</b> – Exhibit B to Joint Discovery Letter Brief re: Search Terms (Dkt. 321-2)	Redacted highlighted portions
<b>Woodhouse Ex. 4</b> – Exhibit 2 to Joint Discovery Letter Brief re: Choudhury Deposition (Dkt. 334-6)	Redacted highlighted portions
<b>Woodhouse Ex. 5</b> – Exhibit A to Joint Discovery Letter Brief re Privilege Logs (Business Communications) (Dkt. 353-1)	Redacted highlighted portions
<b>Woodhouse Ex. 6</b> – Exhibit B to Joint Discovery Letter Brief re: Privilege Logs (Business Communications) (Dkt. 353-2)	Redacted highlighted portions
<b>Woodhouse Ex. 7</b> – Exhibit E to Joint Discovery Letter Brief re: Additional Deposition Time (Dkt. 354-5)	Redacted highlighted portions
<b>Woodhouse Ex. 8</b> – Exhibit A to Joint Discovery Letter Brief re: Privilege Logs (Crime-Fraud) (Dkt. 355-1)	Redacted highlighted portions
<b>Woodhouse Ex. 9</b> – Joint Discovery Letter Brief re: Interrogatories (Dkt. 357)	Redacted highlighted portions
<b>Woodhouse Ex. 10</b> – Exhibit A to Joint Discovery Letter Brief re: Interrogatories (Dkt. 357-1)	Redacted highlighted portions

1 Meta makes no request to file under seal any documents originally filed in connection with the  
 2 sealing motion at Dkt. 326, which comprised an Administrative Motion to Consider Whether  
 3 Another Party's Materials Should Be Sealed pursuant to Civil L.R. 79-5(f) that was based on the  
 4 possible confidentiality of Plaintiffs' information.

5       3. Attached as **Woodhouse Exhibit 1** is Attachment A to Plaintiffs' Supplemental  
 6 Brief re: Privilege Joint Letter Brief, (Dkt. 319-1), with Meta's proposed narrowly tailored  
 7 redactions **highlighted in teal**. Meta respectfully requests the Court's permission to seal the  
 8 redacted information for two reasons. First, the redactions seek to protect hyperlinks, file paths,  
 9 and certain file names (e.g., links to access Meta's internally stored documents and data) that point  
 10 to Meta's confidential and proprietary information and sensitive features of its internal  
 11 systems. These materials are maintained with restricted access in the ordinary course of Meta's  
 12 business and are not generally known to the public or Meta's competitors. The hyperlinks, file  
 13 paths, and file names have been redacted in a limited way to avoid disclosure, while preserving  
 14 sufficient information for the public to understand any relevance of the same. Disclosure of this  
 15 confidential and proprietary information about Meta's infrastructure may increase the risk of cyber  
 16 security threats or breaches as third parties may seek to gain access to and use the information to  
 17 compromise and intrude upon Meta's internal systems and other confidential information. Meta  
 18 previously requested to seal documents based on the same concerns regarding network security,  
 19 (Dkt. 391-1, ¶ 9), which was granted by the Court, (Dkt. 393). Second, the redactions seek to  
 20 protect materials comprising employees' personal identifiable information, namely, the email  
 21 addresses for Meta's individual employees, who are not parties to the case. Such information has  
 22 been redacted to protect the employees' privacy and to avoid the risk of third parties' unauthorized  
 23 and/or illicit use of the information, such as for automated or unwanted solicitation or contact. Meta  
 24 previously requested to seal documents based on the same personal identifiable information,  
 25 (Dkt. 391-1, ¶ 5), which was granted by the Court, (Dkt. 393).

26       4. Attached as **Woodhouse Exhibit 2** is the Joint Discovery Letter Brief re: Search  
 27 Terms, (Dkt. 321), with Meta's proposed narrowly tailored redactions **highlighted in teal**. Here,  
 28 Meta respectfully seeks to redact information necessary to prevent the disclosure of a third party

1 which is subject to confidentiality and non-disclosure obligations and agreements. Disclosure of  
 2 such information would put the third party's confidential information at risk and pose a competitive  
 3 disadvantage to Meta and the third party who obtained promises of confidentiality from Meta for  
 4 this information and is not party to this lawsuit. Meta previously requested to seal documents based  
 5 on similar third-party information, (Dkt. 391-1, ¶ 6), which was granted by the Court, (Dkt. 393).  
 6 Meta also respectfully seeks to redact only information necessary to prevent the disclosure of  
 7 Meta's business strategies and negotiations vis-à-vis third parties, including Meta's internal  
 8 considerations regarding possible strategic partnerships. Certain of this information involves  
 9 business discussions that are ongoing. Disclosure of such information risks competitive harm to  
 10 Meta, including by hampering Meta's third-party relationship management.

11       5. Attached as **Woodhouse Exhibit 3** is the Exhibit B to Joint Discovery Letter Brief  
 12 re: Search Terms, (Dkt. 321-2), with Meta's proposed narrowly tailored redactions **highlighted in**  
 13 **teal**. Here, Meta respectfully seeks to redact only information necessary to prevent the disclosure  
 14 of Meta's business strategies and negotiations vis-à-vis third parties, including Meta's internal  
 15 considerations regarding possible strategic partnerships. Certain of this information involves  
 16 business discussions that are ongoing. Disclosure of such information risks competitive harm to  
 17 Meta, including by hampering Meta's third-party relationship management. The identity of some  
 18 of the third-parties is also subject to confidentiality and non-disclosure obligations and  
 19 agreements. Disclosure of such information would put the third party's confidential information at  
 20 risk and pose a competitive disadvantage to Meta and the third party who obtained promises of  
 21 confidentiality from Meta for this information and is not party to this lawsuit. Meta previously  
 22 requested to seal documents based on similar third-party information, (Dkt. 391-1, ¶ 6), which was  
 23 granted by the Court, (Dkt. 393).

24       6. Attached as **Woodhouse Exhibit 4** is Exhibit 2 to the Joint Discovery Letter Brief  
 25 re: Choudhury Deposition, (Dkt. 334-6), with Meta's proposed narrowly tailored redactions  
 26 **highlighted in teal**. Here, Meta respectfully seeks to redact only information necessary to prevent  
 27 the disclosure of Meta's business strategies and negotiations vis-à-vis third parties, including  
 28 Meta's internal considerations regarding possible strategic partnerships. Certain of this information

1 involves business discussions that are ongoing. Disclosure of such information risks competitive  
2 harm to Meta, including by hampering Meta's third-party relationship management. The identity  
3 of some of the third-parties is also subject to confidentiality and non-disclosure obligations and  
4 agreements. Disclosure of such information would put the third party's confidential information at  
5 risk and pose a competitive disadvantage to Meta and the third party who obtained promises of  
6 confidentiality from Meta for this information and is not party to this lawsuit. Meta previously  
7 requested to seal documents based on similar third-party information, (Dkt. 391-1, ¶ 6), which was  
8 granted by the Court, (Dkt. 393).

9       7. Attached as **Woodhouse Exhibit 5** is Exhibit A to the Joint Discovery Letter Brief  
10 re Privilege Logs (Business Communications), (Dkt. 353-1), with Meta's proposed narrowly  
11 tailored redactions **highlighted in teal**. Here, Meta respectfully requests the Court's permission to  
12 seal the redacted information for three reasons. First, the redactions seek to protect hyperlinks, file  
13 paths, and certain file names (*e.g.*, links to access Meta's internally stored documents and data) that  
14 point to Meta's confidential and proprietary information and sensitive features of its internal  
15 systems. These materials are maintained with restricted access in the ordinary course of Meta's  
16 business and are not generally known to the public or Meta's competitors. The hyperlinks, file  
17 paths, and file names have been redacted in a limited way to avoid disclosure, while preserving  
18 sufficient information for the public to understand any relevance of the same. Disclosure of this  
19 confidential and proprietary information about Meta's infrastructure may increase the risk of cyber  
20 security threats or breaches as third parties may seek to gain access to and use the information to  
21 compromise and intrude upon Meta's internal systems and other confidential information. Meta  
22 previously requested to seal documents based on the same concerns regarding network security,  
23 (Dkt. 391-1, ¶ 9), which was granted by the Court, (Dkt. 393). Second, the redactions seek to  
24 protect materials comprising employees' personal identifiable information, namely, the email  
25 addresses for Meta's individual employees, who are not parties to the case. Such information has  
26 been redacted to protect the employees' privacy and to avoid the risk of third parties' unauthorized  
27 and/or illicit use of the information, such as for automated or unwanted solicitation or contact. Meta  
28 previously requested to seal documents based on the same personal identifiable information, (Dkt.

1 391-1, ¶ 5), which was granted by the Court, (Dkt. 393). Third, Meta also seeks to redact  
 2 information necessary to prevent the disclosure of Meta's business strategies and negotiations vis-  
 3 à-vis third parties, including Meta's internal considerations regarding possible strategic  
 4 partnerships. Certain of this information involves business discussions that are ongoing. Disclosure  
 5 of such information risks competitive harm to Meta, including by hampering Meta's third-party  
 6 relationship management. The identity of some of the third-parties is also subject to confidentiality  
 7 and non-disclosure obligations and agreements. Disclosure of such information would put the third  
 8 party's confidential information at risk and pose a competitive disadvantage to Meta and the third  
 9 party who obtained promises of confidentiality from Meta for this information and is not party to  
 10 this lawsuit. Meta previously requested to seal documents based on similar third-party information,  
 11 (Dkt. 391-1, ¶ 6), which was granted by the Court, (Dkt. 393).

12       8. Attached as **Woodhouse Exhibit 6** is Exhibit B to the Joint Discovery Letter Brief  
 13 re: Privilege Logs (Business Communications), (Dkt. 353-2), with Meta's proposed narrowly  
 14 tailored redactions **highlighted in teal**. Here, Meta respectfully requests the Court's permission to  
 15 seal the redacted information for three reasons. First, the redactions seek to protect hyperlinks, file  
 16 paths, and certain file names (e.g., links to access Meta's internally stored documents and data) that  
 17 point to Meta's confidential and proprietary information and sensitive features of its internal  
 18 systems. These materials are maintained with restricted access in the ordinary course of Meta's  
 19 business and are not generally known to the public or Meta's competitors. The hyperlinks, file  
 20 paths, and file names have been redacted in a limited way to avoid disclosure, while preserving  
 21 sufficient information for the public to understand any relevance of the same. Disclosure of this  
 22 confidential and proprietary information about Meta's infrastructure may increase the risk of cyber  
 23 security threats or breaches as third parties may seek to gain access to and use the information to  
 24 compromise and intrude upon Meta's internal systems and other confidential information. Meta  
 25 previously requested to seal documents based on the same concerns regarding network security,  
 26 (Dkt. 391-1, ¶9), which was granted by the Court, (Dkt. 393). Second, the redactions seek to protect  
 27 materials comprising employees' personal identifiable information, namely, the email addresses  
 28 for Meta's individual employees, who are not parties to the case. Such information has been

1 redacted to protect the employees' privacy and to avoid the risk of third parties' unauthorized and/or  
 2 illicit use of the information, such as for automated or unwanted solicitation or contact. Meta  
 3 previously requested to seal documents based on the same personal identifiable information, (Dkt.  
 4 391-1, ¶5), which was granted by the Court, (Dkt. 393). Third, Meta also seeks to redact  
 5 information necessary to prevent the disclosure of Meta's business strategies and negotiations vis-  
 6 à-vis third parties, including Meta's internal considerations regarding possible strategic  
 7 partnerships. Certain of this information involves business discussions that are ongoing. Disclosure  
 8 of such information risks competitive harm to Meta, including by hampering Meta's third-party  
 9 relationship management. The identity of some of the third-parties is also subject to confidentiality  
 10 and non-disclosure obligations and agreements. Disclosure of such information would put the third  
 11 party's confidential information at risk and pose a competitive disadvantage to Meta and the third  
 12 party who obtained promises of confidentiality from Meta for this information and is not party to  
 13 this lawsuit. Meta previously requested to seal documents based on similar third-party information,  
 14 (Dkt. 391-1, ¶ 6), which was granted by the Court, (Dkt. 393).

15 9. Attached as **Woodhouse Exhibit 7** is Exhibit E to the Joint Discovery Letter Brief  
 16 re: Additional Deposition Time, (Dkt. 354-5), with Meta's proposed narrowly tailored redactions  
 17 highlighted in teal. Here, Meta respectfully seeks to redact only information necessary to prevent  
 18 the disclosure of terms to an agreement between Meta and a third party which is subject to  
 19 confidentiality and non-disclosure obligations and agreements. Disclosure of such information  
 20 would put the third party's confidential information at risk and pose a competitive disadvantage to  
 21 Meta and the third party who obtained promises of confidentiality from Meta for this information  
 22 and is not party to this lawsuit. Meta previously requested to seal documents based on similar third-  
 23 party information, (Dkt. 391-1, ¶ 6), which was granted by the Court, (Dkt. 393).

24 10. Attached as **Woodhouse Exhibit 8** is Exhibit A to the Joint Discovery Letter Brief  
 25 re: Privilege Logs (Crime-Fraud), (Dkt. 355-1), with Meta's proposed narrowly tailored redactions  
 26 highlighted in teal. Here, Meta respectfully requests the Court's permission to seal the redacted  
 27 information for two reasons. First, the redactions seek to protect hyperlinks, file paths, and certain  
 28 file names (e.g., links to access Meta's internally stored documents and data) that point to Meta's

1 confidential and proprietary information and sensitive features of its internal systems. These  
 2 materials are maintained with restricted access in the ordinary course of Meta's business and are  
 3 not generally known to the public or Meta's competitors. The hyperlinks, file paths, and file names  
 4 have been redacted in a limited way to avoid disclosure, while preserving sufficient information for  
 5 the public to understand any relevance of the same. Disclosure of this confidential and proprietary  
 6 information about Meta's infrastructure may increase the risk of cyber security threats or breaches  
 7 as third parties may seek to gain access to and use the information to compromise and intrude upon  
 8 Meta's internal systems and other confidential information. Meta previously requested to seal  
 9 documents based on the same concerns regarding network security, (Dkt. 391-1, ¶ 9), which was  
 10 granted by the Court, (Dkt. 393). Second, the redactions seek to protect materials comprising  
 11 employees' personal identifiable information, namely, the email addresses for Meta's individual  
 12 employees, who are not parties to the case. Such information has been redacted to protect the  
 13 employees' privacy and to avoid the risk of third parties' unauthorized and/or illicit use of the  
 14 information, such as for automated or unwanted solicitation or contact. Meta previously requested  
 15 to seal documents based on the same personal identifiable information, (Dkt. 391-1, ¶ 5), which  
 16 was granted by the Court, (Dkt. 393).

11. Attached as **Woodhouse Exhibit 9** is the Joint Discovery Letter Brief re:  
 12 Interrogatories, (Dkt. 357), with Meta's proposed narrowly tailored redactions highlighted in teal.  
 13 Here, Meta respectfully seeks to redact only information necessary to prevent the disclosure of  
 14 terms to an agreement between Meta and a third party which is subject to confidentiality and non-  
 15 disclosure obligations and agreements. Disclosure of such information would put the third party's  
 16 confidential information at risk and pose a competitive disadvantage to Meta and the third party  
 17 who obtained promises of confidentiality from Meta for this information and is not party to this  
 18 lawsuit. Meta previously requested to seal documents based on similar third-party information,  
 19 (Dkt. 391-1, ¶ 6), which was granted by the Court, (Dkt. 393).

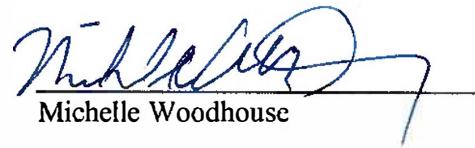
20. Attached as **Woodhouse Exhibit 10** is Exhibit A to the Joint Discovery Letter Brief  
 21 re: Interrogatories, (Dkt. 357-1), with Meta's proposed narrowly tailored redactions highlighted in  
 22 teal. Here, Meta respectfully requests the Court's permission to seal the redacted information for

1 three reasons. First, the redacted material relates to datasets that were used to train the Llama  
2 models, which has not been disclosed publicly. Meta regards the combination of datasets (in  
3 essence the data “recipe” used for training) to be confidential and competitively sensitive  
4 information, as knowing the mixture of datasets used by Meta would enable competitors to more  
5 easily duplicate or replicate the Llama models. In fact, the rationale for the confidentiality of the  
6 identity of these datasets is explained in the Interrogatory response, which describes the various  
7 factors by which Meta evaluated and decided to include certain datasets for Llama training.  
8 Additionally, some of these datasets involve annotations that are not publicly available and/or that  
9 were created pursuant to agreements between Meta and third parties. Because there is no allegation  
10 that these other datasets contain copies of Plaintiffs’ works, Meta does not believe that any of the  
11 datasets subject to proposed redactions are relevant to this case. Second, Meta also seeks to redact  
12 information necessary to prevent the disclosure of agreements and terms to such agreements  
13 between Meta and third parties which are subject to confidentiality and non-disclosure obligations  
14 and agreements. Disclosure of such information would put the third parties’ confidential  
15 information at risk and pose a competitive disadvantage to Meta and the third parties who obtained  
16 promises of confidentiality from Meta for this information and are not party to this lawsuit. Meta  
17 previously requested to seal documents based on similar third-party information, (Dkt. 391-1, ¶ 6),  
18 which was granted by the Court, (Dkt. 393). Third, Meta also seeks to redact information necessary  
19 to prevent the disclosure of Meta’s business strategies and negotiations vis-à-vis third parties,  
20 including Meta’s internal considerations regarding possible strategic partnerships. Certain of this  
21 information involves business discussions that are ongoing. Disclosure of such information risks  
22 competitive harm to Meta, including by hampering Meta’s third-party relationship management.

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1 I declare under penalty of perjury under the laws of the United States of America that the  
2 foregoing is true and correct.

3 Executed in Menlo Park, California on this 23rd day of January 2025.

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6 Michelle Woodhouse

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